

HE-MAN THE BEGINNING: PART THREE

BROADCAST SCRIPT – 08/02/02

ANNOUNCER

Previously on He-Man and the Masters of the Universe...

*RE-CAP PART 2: AT PRODUCERS' DISCRETION –
MONTAGE OF VARIOUS SCENES, CULMINATING
WITH ADAM RUNNING OFF FROM THE BATTLE.*

ACT ONE

FADE IN:

EXT.EDGE OF FOREST (BATTLE SITE) -CONT.

MAN AT ARMS too far away on the ground, sees the HUGE METEOR about to pulverize TEELA.

TEELA POV - the meteor about to pulverize her, when a figure steps in front of her, eclipsing FRAME.

REVEAL – DRAMATIC - It's HE-MAN – he stands there heroically draws back his fist and...KA-POW!!! He pulverizes the meteorites into tiny crystal fragments.

QUICK CUTS:

HUGE MAGMATITE METEOR fills frame, hurtling towards CAMERA...

TEELA – can't get free of the Doomseeker's powerful ray.

MAN AT ARMS too far away on the ground, sees the HUGE METEOR about to pulverize TEELA.

TEELA POV - the meteor about to pulverize her, when a figure steps in front of her, eclipsing FRAME.

REVEAL – DRAMATIC - It's HE-MAN – he stands there heroically, draws back his fist and...KA-POW!!! He pulverizes the meteorites into tiny crystal fragments.

CLOSE ON HE MAN - he looks at his fist, opens and closes it, as if pleased and impressed at his own abilities.

HE-MAN

<sotto to self> Whoa.

THE MASTERS - are relieved and shocked at the sight of HE-MAN. That is, all except for...

...CLOSE ON MAN-AT-ARMS – he knows what’s going on. He’s full of joyous relief.

MAN AT ARMS

(to self) Prince Adam.

HE MAN crosses to Doomseeker (unaffected by its ray) grabs it in his hands so its force ray stops.

TEELA looks at He-Man in gratitude and awe. <NOTE: They are by the side of a jagged mountain, with lots of outcropping flat boulder shelves.>

TEELA

Who *are* you?

ON HE-MAN – a beat. Obviously she doesn’t recognize him, though there’s a playful “glint of Adam” in his eye. <NOTE: MAGMATITE METEORS still whiz in around them, but it’s letting up a bit.>

HE MAN

A friend.

ORKO zips into scene, eager to blab...

ORKO

A real good friend. And you’ll never guess who--

MAN AT ARMS quickly steps in-

MAN AT ARMS

(interrupting) He is known as He-Man. The Sorceress has told me of him...

He-Man takes a few steps away, draws his arm back and HURLS the Doomseeker...

The Doomseeker flies way off into the sky.

ON HE-MAN – again somewhat impressed by his own strength.



UP ON THE ELEVATED LEDGE – TRIKLOPS sees the Doomseeker fly off into oblivion – shocked, then angry.

TRIKLOPS

My Doomseeker...Who IS that?!?

INCLUDE – a petulant TRAPJAW and a seething EVIL-LYN.

TRAPJAW

I dunno. But he's ticking me off!

EVIL-LYN scowls, then.....her eyes glow turquoise as she levitates off the ground:

EVIL-LYN

Not for long. <starts a spell>

“Do away with the sprinkle ...enough of the drizzle....Make this magnetite shower really sizzle.”

STRATOS – soaring up above, sees something and cries out...

MAN AT ARMS and the others LOOK – they become ECLIPSED by the SHADOW of A THICK HUGE SHOWER. BIGGER BOULDERS...MORE FIERY and MORE OMINOUS. There's no escape.

HE-MAN REACTS & RIPS a huge flat boulder shelf (the SIZE OF half a tennis court) out of the mountainside <CRACK, CRUNCH!>...

HE MAN

<effort GRUNT> All of you – gather round me!

....then holds the huge, thick rock “UMBRELLA” over him aloft with two raised arms.

<NOTE: HE-MAN stands on a slightly higher plane than the others -- i.e. the rocky ground he's on is about a foot higher than the ground around him that the others will stand on.>

WIDE - As the Masters huddle around He-Man, the huge magnetite meteors STRIKE the rock shelf and BOUNCE and/or are deflected off!

ON THEIR PERCH - THE EVIL WARRIORS – take cover as deflected meteorites come flying in all around them.

TRAPJAW peeks out from his cover, as deflected meteors WHOOSH and ZOOM all around.

CLAWFUL
(amazed) That guy...is strong.

EVIL-LYN – peeking out from beside him. She scowls.

TRIKLOPS smiles sinisterly – gets the idea.

HE MAN holding up the half tennis court-sized rock “umbrella”, arms up, torso exposed...when suddenly Tri-Klop’s EYE BLASTS strike his mid-section. It’s painful, but he grits his teeth & takes it. (He can’t let the umbrella go or the Masters would be crushed by the barrage of incoming sizzling meteors.)

ON EVIL WARRIORS - stunned. DEFLECTED METEORS continue to whiz past.

TRI-KLOPS gets in Trapjaw’s face..when <WHOMP!> a deflected meteor knocks Tri-Klops backwards onto the ground.

CLAWFUL scowls, impatiently clacking his claw.

CLAWFUL
Hey! I say we *charge* him.

TRI-KLOPS - getting up off the ground.

TRAPJAW
(angry, then nervous) Yeah right! Uh, you first.

CLAWFUL glances over...RACK FOCUS TO HE-MAN...holding up the rock shelf...a mighty spectacle... FOCUS BACK ON CLAWFUL -now worried, shakes his head nervously, no. He looks to...

TRIKLOPS who looks nervous...who looks to EVIL-LYN, who looks unsure...who looks to TRAPJAW. He tries to cover his fear.

But then a deflected Magnatite sizzles by and WHOMPS one of the Doomseekers.

TRIKLOPS (CONT'D)
(scowls) Evil-lyn, enough with those flying rocks!

EVIL-LYN frowns, then complies:

EVIL-LYN

<disgusted SIGH> “Sizzling shower full of force, cease
pounding these fools and change your course.”

BACK ON MASTERS - WIDE ON SCENE- A FEW MORE BLASTS from MASTERS
– and all the Shadow Beasts are bested.

ON TEELA – noting something.

TEELA

Listen.

RAM MAN shrugs, puzzled.

TEELA

(nods) Right. The magnetite shower has stopped.

HE MAN nods. He steps away from the others, still holding aloft the huge rock shelf.

HE MAN

(with a sly glint) Then we won’t be needing this any longer.
<Grunt>

THE EVIL WARRIORS rise up from their perch -- Triklops has the Doomseeker
hovering near him. They’re about to attack...when they REACT alarmed to see...

HE MAN tips back the humongoid rock shelf with both hands, as if about to hurl the
world’s biggest soccerball and lets it fly.

ON EVIL WARRIORS – terrified as the humongoid rock shelf comes hurtling their way.
They flee...

...the HUGE ROCK SHELF hitting the ground they just vacated with a resounding
CRASHING THUD! CAMERA SHAKES!

ON MASTERS - they REACT to hear a SHADOW BEAST roar, but then look to see
ORKO, still riding atop the blinded creature like a bucking bronco.

The SHADOWBEAST runs into an outcropping of rock and gets knocked
out...THUNK! As ORKO gets hurtled OS...

HE-MAN reaches up nonchalantly and catches ORKO like a fast ball.

MEKANEK - his neck way up to do reconnaissance, calls down:



MEKANEK

They've fallen back.

ON GROUP - FAVOR MAN AT ARMS

MAN AT ARMS

For the moment. They will no doubt double back, attack again.

HE MAN

And you will stand strong again.

ORKO - double-takes, looks nervous.

ORKO

Us?! You're not gonna stick around to-?

MAN AT ARMS interrupts knowingly, explains:

MAN AT ARMS

He-Man must go and rescue the king.

He Man nods and looks over the heroic group. He gives them an approving look.

HE MAN

You are brave warriors. You are -Masters of the Universe!
Come, Battlecat!

DRAMATIC SHOT - HE MAN leaps upon BATTLE CAT, who rears up and <ROARS!> and they take off. (real "hi-oh Silver, and awaaay" stuff)

RACK FOCUS TO F.G. – where TEELA watches him fly off. Then she turns her head as she hears an OS <CREEPY WAIL>. She turns to see...

MAN-AT-ARMS grabbed by the huge slimy mouth of a HUGE CREATURE!
<GLURP!>

MAN AT ARMS

Arrrggggh!

TEELA

Father!

REVEAL – it's a HUGE AMPHIBIOUS FISH. (THE SIZE OF A BUS!) The CREATURE'S HEAD moves back and forth, a struggling MAN AT ARMS in his maw. (like Will Smith in the alien's mouth in "Men In Black".)

TEELA draws her weapon, not sure what to do.

TEELA (CONT'D)

Let him go!

REVEAL – that MERMAN is atop the giant fish creature, as if he were Hannibal atop an elephant.

MERMAN

<Cackle> Sorry, but this little fishy needs his growing food.

THE FISH swallows Man At Arms! ZOOM IN ON TEELA!

TEELA

Nooooo!

Just then, from a different direction, the Evil Warriors stage another assault.

EVIL WARRIORS

<Attack WALLAS!>

TEELA looks at the attacking WARRIORS, then back at..

THE FISH – MERMAN riding atop it, as it starts to fly off.

END ACT ONE



ACT TWO

As the MASTERS get into battle positions...TEELA, in one fluid motion, whips out a disk (as in PART ONE) tosses it down as it TRANSFORMS into a flying platform.

OTS TEELA - AS SHE LEAPS ON AND FLIES OFF IN PURSUIT OF THE GIANT FLYING FISH AND MERMAN!

MERMAN

<Evil Laugh>

EXT. CRAGGY TERRAIN – SAME TIME

RANDOR - slumped on the ground, barely conscious. He's obviously been put thru the wringer: clothes shredded, some superficial scratches, compliments of Panthor.

WIDEN - SKELETOR standing over him, observes, pacing slowly:

SKELETOR

You know, Randor. I believe you do not have the information I require, after all.

SKELETOR considers his next move.

SKELETOR (CONT'D)

(wearily sinister) I suppose I'll have to settle for revenge.
[Skeletor whirs around] Panthor!

PANTHOR grabs RANDOR by the scruff of the neck with his mouth & with a flick of the neck, FLIPS RANDOR onto its back...

Skeletor leads the way towards a cliff's edge, partially seen thru a clearing. Panthor follows, with the semi-conscious Randor splayed over its back.

EXT. FOREST – SAME TIME

HE-MAN is tearing across the landscape atop Battle Cat. The craggy terrain is in the distance.

HE MAN

Faster BattleCat! Faster!



HE MAN and BATTLE CAT race PAST CAMERA.

EXT. FOREST - SAME TIME

The Giant Flying Fish Creature with MERMAN on top, whooshes along, past alien plant life in the mysterious Evergreen Forest.

MERMAN

(giddy) Skeletor will be very pleased with today's catch!

THE FISH flies into CAMERA, as we push into the blackness of its mouth.

INT. FISH CREATURE STOMACH

A WHITE/GREEN blubbery interior. Seaweed and gnarly goop all around. MAN-AT-ARMS wakes up from unconsciousness as he is jolted around, quickly realizes his predicament.

MAN AT ARMS

<Grunt> That smell...(realizes)... the belly of the beast.<Grunts>

PUSH IN ON MAN-AT-ARMS's face as he gets a determined look.

Man at Arms uses his mace and starts whomping at the inside of the beast.

EXT. FOREST - CONT.

MERMAN notes with amusement that something in the belly of the beast is whomping it from the inside.

TEELA suddenly zooms in from out of nowhere...whipping the Cobra Amulet from her belt and <click> telescoping it out into her COBRA STAFF.

MERMAN hears her approach, looks, gets a sinister smile and aims his TRIDENT at her. It fires shark's teeth.

TEELA ducks and swerves as the deadly "teeth" fly past her. <thwipp, thwipp>

THE GIANT FISH'S HEAD suddenly turns...and MERMAN looks...

MERMAN POV - THE SEA OF RAKASH is visible up in the distance through the foliage.

MERMAN sees what the fish is distracted by (the Sea.) He turns the fish toward the Sea of Rakash, pats it on its side.



MERMAN (CONT'D)

Ah, you need a little water to help digest your meal.

TEELA sees...that the Giant Fish & Merman are headed for the sea.

TEELA swoops in and tries to force Merman and the giant fish from heading for the Sea. She comes up abreast and jousts (ala Ben Hur chariot chase-- her Cobra Staff vs. Merman's Trident.

MERMAN enjoys the battle, wearing an amused face.

Suddenly, the giant fish unfurls a giant fin, which sweeps sideways, knocking the hoverboarding Teela out of the way. <As if a truck were sidesweeping a motorcycle in a chase.>

TEELA (CONT'D)

<GRUNT of being knocked for a loop>

MERMAN and FISH continue on their way towards the Sea of Rakash.

EXT. CLIFF OVER AN ABYSS - SAME TIME

TIGHT ON A BONY HAND – holding the glowing HAVOC STAFF. Then WIDEN TO REVEAL SKELETOR addressing RANDOR, whom we further reveal is on a rocky ledge, hands and feet bound by ENERGY MANACLES. He's on the precipice of a dark, bottomless ABYSS.

SKELETOR (PARTIAL OS)

Oh, Randor? Do try and scream on the way down, won't you. I'm curious as to just how long a drop it is.

ON RANDOR - his eyes burning in fury and frustration.

PANTHOR comes up beside him and nuzzles SKELETOR.

SKELETOR (CONT'D)

Yes, Panthor, I think we *are* going to enjoy this.

HE-MAN (OS)

Think again, evil one.

Skeletor turns to see...

He-Man riding in atop Battlecat.

HE MAN



Release the king and surrender!

SKELETOR – with scornful incredulity.

SKELETOR

<Laugh> Surrender? Have you the faintest inkling to whom you speak?

SKELETOR raises his HAVOC STAFF...and fires an energy bolt at HE-MAN, as he intones:

SKELETOR (CONT'D)

I am Skeletor! Overlord of Evil!

HE-MAN swings into the blast, deflecting it back into Skeletor <BOOM> who reels backwards over a boulder.

SKELETOR (CONT'D)

Eyyaaahhh...Ooomph!

UP ANGLE ON HE-MAN – heroic.

HE MAN

And I am He-Man, Defender of Eternia!

RANDOR, watching, has audio flashback of Sorceress's words:

SORCERESS (VO)

"A hero will emerge to protect Eternia..."

RANDOR brightens, realizes the prophesy has come to pass.

PANTHOR takes a few steps towards BattleCat, eyeing him, stalking him. <GROWLS>. BATTLECAT arches his back, growls in response.

Suddenly, Panthor leaps into the air at Battlecat –

Battlecat sees this and lowers his torso into ready stance letting out a roar - this triggers - BATTLE ARMOR clicking into place all over his face and claws.

Battlecat lunges and meets Panthor in mid-air where they meet like two fierce dragons clashing. <FIERCE BATTLE GROWLS AND HISSES!>

NOTE: INTERCUT the BattleCat/Panthor battle as desired, or needed, thruout the rest of the scene.

SKELETOR slowly gets up from where he landed.

Brandishing his HAVOC STAFF – its eyes glowing a menacing red. SKELETOR charges at He-Man.

SKELETOR (cont'd)

Eternia will be mine!

HE-MAN parries the blow with his sword. <SFX> Sparks fly!

HE-MAN IS KNOCKED BACK - COULD THIS BE TROUBLE?

(need to re-write this ending and opening)

HE-MAN

Not if I can help it, Skeletor.

THRUST...PARRY, they duel FIERCELY!

SPINNING SWORD:

EXT. SEA OF RAKASH – CONT.

MERMAN and the GIANT FISH fly over the shore and are about to dive into the Sea, when...

TEELA comes swooping in UNDER THEM, using her Cobra Staff to try and keep them from submerging...MERMAN looks surprised, then amused.

ANGLE - TEELA “surfs” along the surface of the water. (using her hover disk like a surfboard) jabbing upward with her Staff to try & keep the flying giant fish from submerging. It’s like a midget trying to keep the Goodyear blimp from landing. The Fish bobs up & down from her assault.

ATOP THE FISH - MERMAN is enjoying the bouncy ride and Teela’s desperate and no doubt futile attempts.

INSIDE THE FISH - MAN AT ARMS is getting wildly jostled, grabs onto some internal organ for stability.

BACK ON TEELA -”SURFING” along, using her Cobra Staff as she struggles to keep the fish from submerging.

Suddenly a TRIO OF PIRANHA-LIKE squid-fish leap up of the water...and chomp at her....

TEELA

Wha--!

TEELA - distracted from her task, is forced to fight off the Piranha fish...and looks with alarm to see...

MERMAN and THE CREATURE starting to DIVE into the water...

MERMAN

<cackling Laughter>

INT. FISH CREATURE STOMACH - SAME TIME

MAN AT ARMS gets knocked against the side of the fish's huge stomach cavity from the IMPACT of the fish diving into the water. WATER QUICKLY STARTS to fill the cavity.

MAN AT ARMS makes an urgent decision and pulls out a HI-TECH GRENADE-like object.

MAN AT ARMS

(urgently) Nitroid gas grenade...should put some float in this boat.

MAN AT ARMS tosses down the grenade -- and RED GAS quickly streams out.

CUT TO:

EXT. SEA OF RAKASH – CONT.

TEELA - on her “surfboard” desperately searching the surface of the water for any sign...is suddenly stunned to hear BURBLING, then sees...

THE CREATURE suddenly rise up out of the water, like a raft being inflated, looking confused -- a surprised angry MERMAN atop him.

MERMAN

What do you think you're-- Dive! Dive!

THE CREATURE starts to BLOAT (like a balloon getting overfilled) & suddenly...

...lets out a humongoid <WAIL/BELCH!>...causing MAN-AT-ARMS (along with some seaweed and goop) to shoot out of the creature's mouth and go flying thru the air...At the same time -- the BELCH causes the Creature to fly backwards out of control...

EXT. SHORE....and SLAM into a rock formation at the edge of the shore, the momentum causing MERMAN to fly off and land OS with a THUD.

The catapulted MAN AT ARMS is about to SPLOSH into the water, having “flown” some 50 yards...when Teela zips in atop her “hoverboard...

...and rescues Man-at-Arms just before he splashes down --(we see PIRANHA in the water, circling hungrily). It’s a “circus catch” - they each grab the other’s wrists.

TEELA AND MAN AT ARMS/TEELA
<grabbing GRUNT> (then, concerned) Father.

MAN-AT-ARMS (some seaweed on his shoulder) dismisses her concern as an extension springs out of the board, allowing room for both of them, as he climbs on behind her.

MAN AT ARMS
Thanks Teela... I’m fine...(realizing) The others...

TEELA and MAN AT ARMS fly off on Teela’s HOVER BOARD.

MERMAN (PARTIAL OS) (CONT’D)
AHHH...OOOOMPH! (THEN) <PAINED GROAN>

EXT. CRAGGY TERRAIN - SAME TIME

THE SKELETOR/HE-MAN DUEL goes on...HAVOC STAFF BLASTS vs. HE-MAN sword...<include athletic, stylized action>... CLANKS! SPARKS!...

...until HE-MAN gets the upperhand and knocks the Havoc Staff away.

HE MAN then takes a step towards SKELETOR, sword pointed.

HE MAN
Surrender.

SKELETOR – seemingly helpless, raises his hands.

SKELETOR
Yes. I-I do...

HE MAN hears a WHOOSHING sound and REACTS...and spins, in time to see the MIND CONTROL SWORD coming at him.

INCLUDE SKELETOR – enjoying the moment.

SKELETOR (CONT’D)
(mocking) Had my fingers crossed.

HE MAN barely manages to avoid being shishkabobbed, then parries the magic sword as it zips thru the air....

EXT. EDGE OF FOREST, BATTLEGROUND – SECONDS LATER

HIGH VANTAGE POINT - As TEELA and MAN AT ARMS come flying in over the treetops nearing the battle site...they hover and look down to see...

DOWN ANGLE - WIDE - THE BAD GUYS all fleeing...into the forest, as...THE MASTERS stand there victorious.

TEELA -looking down on the battle site, a proud smile.

MAN AT ARMS nods relieved, looks off into the distance.

CUT TO:

EXT. CRAGGY TERRAIN - SAME TIME

As He Man evades the Sword which ZIPS and WHOOSHES this way and that, he stands with his back towards a steaming LAVA POOL – which is about 10 yards back.

HE MAN looks over his shoulder, sees where the sword is trying to get him to be driven back towards: the Lava Pool. He gets a sly glint in his eye..

WIDER - the phantom sword supposedly gets the upperhand and is able to duel He-Man backwards towards the lava pool.

HE MAN

Lava pool. (feigns worry) Nothing could survive those temperatures.

SKELETOR has his sword SWOOP UP into the air, do a 180 degree turn...and shoot down towards HE-MAN.

SKELETOR

Precisely.

OTS SWORD POV – like the arrow shaft in the Robin Hood movie...zooming at He-Man.

At THE LAST SECOND – HE-MAN does a spectacular leap OVER the SWORD, so it.....shoots past its target and into the lava pool, with a sizzle.

He Man lands back on his feet.



HE MAN

Precisely.

SKELETOR scowls...and commands his sword.

SKELETOR

Return!

THE dripping SWORD comes whooshing out of the lava pool, but as it flies into Skeletor's hands....He looks down at it. HIS POV: the magma drips off it, we see there's nothing but the hilt & a little twisted metal left. Everything else melted.

HE MAN (OS)

Maybe you can still "return" it for a refund.

SKELETOR looks up. HE MAN is right there.

HE MAN punches At CAMERA...

SKELETOR goes flying and lands against a ruin, winding up all dazed and slumped.

HE-MAN hears a cracking sound. Looks to see...

The thin Ledge over the abyss that RANDOR is on, is starting to crack. HE MAN races in and grabs RANDOR, saving him, a second before the platform BREAKS off and plummets!

HE MAN places RANDOR on solid ground at the edge of the cliff. Suddenly, RANDOR'S eyes widen. Battlecat <ROARS>.

HE MAN spins to see: SKELETOR approaching, putting out a hand as <whoosh---whap!> his HAVOC STAFF comes flying into it <Skeletor does not look at the staff as it zooms into his hand - he's looking right at He-Man the whole time>.

SKELETOR uses two hands on his staff to shoot out a blast....hitting He-Man with unbelievable force...

...so he goes hurtling ...backwards...maybe 30 yards...& WHOMPS into the side of a CLIFF. He's a bit dazed, but OK.



SKELETOR then lets loose with a mighty mighty blast from his staff....which strikes the top of the mountain...

ON HE-MAN - a RUMBLING...He-Man looks up.

HIS POV – huge boulders tumbling down heading for CAMERA.

END ACT TWO



ACT THREE

EXT. CRAGGY TERRAIN - CONT.

WIDE - Huge boulders rain down...then the entire mountain collapses, burying He-Man.

A MOUNTAIN OF FALLEN BOULDERS – HE MAN buried somewhere beneath.
He's surely perished.

RACK FOCUS TO F.G. - Skeletor addresses Randor.

SKELETOR

A shame about your friend, Randor. His battle skills were impressive, but his endgame was a bit...rocky.

<CACKLES>

Suddenly, a RUMBLING -- then boulders come flying off every which way & He-Man comes BURSTING out of his supposed burial site!

SKELETOR'S eyes are wide.

SKELETOR (CONT'D)

<GASP> It's not possible...

HE MAN comes charging forwards. Skeletor backs up.

HE MAN

Last chance, Skeletor. If you surrender now, you will be placed in prison and treated with mercy.

SKELETOR'S eyes darken.

SKELETOR

Mercy? What a ridiculous concept.

Skeletor raises his Havoc Staff, its eyes glow RED. HE-MAN doesn't flinch.

HE MAN

Your Havoc Staff can't defeat me.

SKELETOR

Perhaps not. But I sense that you value the king's life.

HE-MAN'S eyes shift, as he looks...

ON THE KING – still bound, near the edge of the cliff.

BACK ON SKELETOR -his Havoc Staff aimed towards Randor.

SKELETOR (CONT'D)



In fact, I would venture to say, you place more value on his life than on bringing me to justice. One blast and the King falls to his doom.

ON RANDOR – overhearing. He calls out, heroically:

RANDOR

Pay him no heed, He-Man. Skeletor's destruction is all that matters!

SKELETOR

(feigned admiration) Such courage. (frowns) I believe I'm going to gag.

RANDOR

The future of Eternia depends upon it!

HE MAN has moment of indecision...then takes a tentative step towards Skeletor.

SKELETOR - the Havoc Staff aimed Randor. Its eyes start to GLOW BRIGHTER.

SKELETOR

Uh-uh-uh.

HE MAN stops. He can't do it.

ON SKELETOR – slyly.

SKELETOR (CONT'D)

Allow me to go free and the King lives.

HE MAN – beat, then he nods.

SKELETOR signals & PANTHOR comes in.

SKELETOR (CONT'D)

<chuckle> Your sentimentality is your weakness, He Man.

SKELETOR leaps upon his steed... and as he starts to ride off, he calls out:

SKELETOR (CONT'D)

Oh, and He Man? I lied.

With that, SKELETOR blasts Randor...and he goes falling off the cliff...

ZOOM IN ON HE-MAN – he turns and cries out, as he sees...Randor plummet over the edge of the abyss.



HE MAN

No!...

In the b.g. Skeletor cackles and rides off on PANTHOR, as....

SKELETOR

<cackles>

HE MAN races to the edge of the abyss cliff...he's joined by BATTLECAT <still in armor - has been since the Panthor battle>. He sees, with Adam-like worry in his eyes....

HE MAN

Father.

DOWN ANGLE - Randor plummeting down into the deadly abyss...

INT. ABYSS - CONT.

Randor is splayed out...plumetting down...down...into the bottomless pit!

Suddenly, He-Man comes swooping down, in torpedo-like aerodynamic tuck, accelerating his body like a rocket.

HE-MAN grabs RANDOR mid-plummet.

RANDOR

(amazed relief) He-Man...you can fly.

HE MAN

Well, no.

Still plummeting, HE-MAN pulls out his sword with his free arm (the other one still holding Randor) and tries to plunge it into the steep rocky wall that lines the abyss...but the fierce momentum and ricocheting effect off the wall won't allow him to pierce it....SPARKS FLY OFF!

He looks at RANDOR, who nods at him, understands.

HE-MAN lets RANDOR go and puts his body BACK INTO TORPEDO MODE.

<NOTE: Randor keeps plummeting, but He-MAN is plummeting much faster and falls past him.>

FARTHER DOWN IN THE ABYSS- He-Man plunges down, then, with resolve, clamps BOTH HANDS ON THE HILT OF THE SWORD OF POWER, and pulls back and <WHAM!> THRUSTS/PLUNGES the sword into the steep rocky wall (NOTE: at a downward angle, NOT straight in). SPARKS FLY...ROCK SHARDS FLY OFF...

CLOSER - SPARKS FLY and ROCKS SCREAM with FRICTION as he struggles to apply the “brake.”

TIGHT ON HE-MAN’s face - straining.

SMOKE and DUST FILLING FRAME....as he GRINDS to a halt.

He looks up...to see RANDOR come plummeting down. HE-MAN keeps one arm on the sword and with his free arm reaches out and...

...catches RANDOR.

FAVOR RANDOR - stunned and relieved. There is SMOKE and DUST from the scraping and braking, so the visibility above them is almost nil.

RANDOR

Thank you, He-Man. (then) So...how do we get back up?

HE MAN clenches his jaw, unsure.

HE MAN

I...hadn’t planned that far ahead.

SUDDENLY a voice from above.

MEKANEK (OS)

They’re down here!

HE-MAN and RANDOR look up...Way up in the distance.

MEKANEK has his neck lowered into the abyss & has spotted them down below (well past the limit of his extending neck).

STRATOS comes swooping by him...and down to HE-MAN and RANDOR, where he hovers.

STRATOS

Can I offer you two a lift?

RANDOR and HE-MAN exchange a smile.

EXT. TOP OF ABYSS – SOON

RANDOR shakes He-Man’s hand. The OTHER MASTERS stand around them.

<NOTE: Orko is not there.>

RANDOR

He-Man. How can I ever thank you?

HE MAN

By returning to your throne and protecting the good people of Eternia. Should I be needed again, I am always at your side. (calls) Come Battle Cat!

HE MAN leaps on Battle Cat, who REARS UP and ROARS... leaving Randor, Teela and Man At Arms to watch him RACE off into the distance. (HE-MAN MUSIC UP!)

CLOSE ON MAN AT ARMS – he nods, a slight smile on his face.

INT. PALACE - LATER

Orko is talking to some Masters, who are nursing their superficial wounds and excited over the day's battles.

ORKO

Well, you think you guys had an exciting day? Wait'll you hear what I-

A LARGE HAND suddenly clamps over ORKO'S shoulder from behind and pulls him away from the group.

REVEAL - It's MAN AT ARMS. He reads ORKO the riot act.

MAN AT ARMS

You will never speak of what you've seen in Castle Grayskull. Agreed?

ORKO

Uh, s-sure Man At Arms. (squirming, comically nervous, holds up four fingers) Trolla honor.

MAN AT ARMS arches a stern eyebrow and exits.

AT THE THRONE – As Marlana attends to a Panthor-inflicted scratch on Randor's arm, Teela stands nearby.

RANDOR

...and I not only owe my life, but the very fate of our kingdom to He-Man. He is surely the most powerful man in the universe.

Teela echoes the sentiment, practically swoons.

TEELA

He sure is.

ADAM comes up to Teela. He's teasing, but a bit irked and jealous of He-Man in spite of himself.

ADAM

Oh really? So tell me, what's this He- Man got that I don't?

TEELA

Well, let's see. He's got brains, muscles, courage...

ADAM gets irked.

ADAM

(defensive) Oh and I don't have any of-?

TEELA interrupts, pokes ADAM in the chest to punctuate.

TEELA

And *he* doesn't go running off like Cringer when the going gets *tough*.

CRINGER napping nearby perks up at the sound of his name. He gets an "offended" look.

ADAM

I...can explain that.

RANDOR looks over sternly.

RANDOR

I will be eagerly awaiting that explanation.

ADAM looks really in a corner.

FAVOR MARLENA - addressing the group.

MARLENA

What puzzles me is where did this He-Man come from. Who is he? Does anyone know?

ADAM steps forward. Will he spill the royal beans to save face?

ADAM

I do, mother. He-Man is--



WIDEN - A FALCON (ZOAR) flutters in, takes its place on a windowsill, gazing at Adam. Adam returns its gaze. We're not sure what he was going to say, but he goes on:

ADAM (CONT'D)

(smile) --a friend.

TEELA does a double take. ADAM starts to walk away.

TEELA

Hey, that's just what he said. How did you—

MAN AT ARMS steps in and distracts her.

MAN AT ARMS

(quickly) Yes, He-Man is indeed a friend. And a great hero.

EXT. SNAKE MOUNTAIN- SAME TIME

PUSH IN on the OMINOUS, cloud shrouded mountain as we hear:

SKELETOR (OS)

(whiny) How I loathe heros...

INT. SNAKE MTN. LAIR - CONT.

SKELETOR on his boney throne, seething. PANTHOR beside him.

SKELETOR

Always getting in the way and acting so...so...heroic.

SKELETOR takes a sip from a boney mug.

EVIL-LYN is observing, a bit taunting of SKELETOR.

EVIL-LYN

Well, he certainly did a job on you.

SKELETOR lowers his mug, glaring at her, eyes glowing red.

SKELETOR

Perhaps you think you could run things better than I, Evil-lyn?

EVIL-LYN

(duplicious smile, insincere) Of course not Skeletor. You are the mightiest and most deserving of that role.



SKELETOR – as he talks, he STANDS and CRUSHES the bony mug he’s been drinking from.

SKELETOR

As soon as I get rid of that HE-MAN... The power, the glory...all of Eternia, shall be mine! <hideous cackle>

PUSH IN ON his cackling mouth, as we... **FADE TO BLACK.**

THE END

